



State of California

Secretary of State

D

Corporate Disclosure Statement (Domestic Stock and Foreign Corporations)

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There is no fee for filing the Corporate Disclosure Statement.

IMPORTANT — Please read instructions before completing this form

FILED
Secretary of State
State of California

JUL 08 2019

1. Corporate Name

LiveRamp Holdings, Inc.

C4258000

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Independent Auditor

2. Name of the Independent Auditor that prepared the most recent auditor's report KPMG, LLP

3. Description of other services, if any, performed by the Independent Auditor named in Item 2

Tax Services

4. Name of the Independent Auditor employed by the Corporation on the date of this statement, if different from Item 2

5a. Does the Corporation's most current SEC Form 10-K filing list a California Principal Executive Address?

☒ Yes. Proceed to Item #5b

No. Proceed to Item #6

5b. Does the Corporation have 1 or more female Director on its current Board of Directors? ☒ Yes ☐ No

Directors and Executive Officers

6. Names of Directors	Compensation	Shares	Options	Bankruptcy	Fraud
1) John L. Battelle	\$60,000	3,422	0	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
Complete Item B of the attachment (Form SI-PTA), for additional Directors					
7a. Names of Executive Officers	Compensation	Shares	Options	Bankruptcy	Fraud
1) Scott E. Howe	\$1,770,813	256,419	0	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
2) Warren C. Jenson	\$1,387,617	182,486	0	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
3) James F. Arra	\$1,124,252	177,292	0	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
4) Anneka R. Gupta	\$805,815	177,292	0	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
5) Jerry C. Jones	\$831,263	99,827	0	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
7b. Chief Executive Officer (if not named in 7a)	Compensation	Shares	Options	Bankruptcy	Fraud
				<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No

7c. Additional Executive Officers (if not named in 7a or 7b)

1) _____	<input type="checkbox"/> Bankruptcy	<input type="checkbox"/> Fraud
2) _____	<input type="checkbox"/> Bankruptcy	<input type="checkbox"/> Fraud
3) _____	<input type="checkbox"/> Bankruptcy	<input type="checkbox"/> Fraud

If more space is needed, enter additional information in Item D of the attachment (Form SI-PTA).

Loans to Members of the Board of Directors

8. Names of Directors Description of Loan (including amount and terms)

1) _____

If the Corporation has made additional loans to Directors, Complete Item C of the attachment (Form SI-PTA).

Additional Statutory Disclosures

9. Has an order for relief been entered in a bankruptcy case with respect to the corporation during the preceding 10 years? ☐ Yes ☒ No10. Has the corporation or any of its subsidiaries been a party to, or any of their property been subject to, any material pending legal proceedings, as specified by Item 103, Part 229 of SEC Regulation S-K? If yes, attach a description. ☐ Yes ☒ No11. Has the corporation been found legally liable in any material legal proceeding during the preceding five years? If yes, attach a description. ☐ Yes ☒ No

12. By submitting this Corporate Disclosure Statement to the Secretary of State, the corporation certifies the information contained herein, including any attachments, is true and correct.

Catherine L. Hughes

Type or Print Name of Person Completing the Form

1/2 Catherine L. Hughes

Signature

Secretary

Title

7/2/2019

Date



State of California

Secretary of State

Attachment to Corporate Disclosure Statement (Domestic Stock and Foreign Corporations)

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IMPORTANT — Please read instructions before completing this form**A. Corporate Name**

LiveRamp Holdings, Inc.

B. Additional Directors (Continued from Item 6 on Form SI-PT)

Names of Directors	Compensation	Shares	Options	Bankruptcy	Fraud
2) Timothy R. Cadogan	\$70,000	3,173	0	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
3) William T. Dillard II	\$0	4,908	0	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
4) Richard P. Fox	\$95,000	3,173	0	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
5) Jerry D. Gramaglia	\$100,000	5,206	0	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
6) William J. Henderson	\$105,000	3,173	0	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
7) Clark M. Kokich	\$0	5,281	0	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
8) Debora B. Tomlin	\$7,500	4,908	0	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
9) _____	_____	_____	_____	<input type="checkbox"/> Yes <input type="checkbox"/> No	<input type="checkbox"/> Yes <input type="checkbox"/> No
10) _____	_____	_____	_____	<input type="checkbox"/> Yes <input type="checkbox"/> No	<input type="checkbox"/> Yes <input type="checkbox"/> No
11) _____	_____	_____	_____	<input type="checkbox"/> Yes <input type="checkbox"/> No	<input type="checkbox"/> Yes <input type="checkbox"/> No
12) _____	_____	_____	_____	<input type="checkbox"/> Yes <input type="checkbox"/> No	<input type="checkbox"/> Yes <input type="checkbox"/> No
13) _____	_____	_____	_____	<input type="checkbox"/> Yes <input type="checkbox"/> No	<input type="checkbox"/> Yes <input type="checkbox"/> No
14) _____	_____	_____	_____	<input type="checkbox"/> Yes <input type="checkbox"/> No	<input type="checkbox"/> Yes <input type="checkbox"/> No
15) _____	_____	_____	_____	<input type="checkbox"/> Yes <input type="checkbox"/> No	<input type="checkbox"/> Yes <input type="checkbox"/> No
16) _____	_____	_____	_____	<input type="checkbox"/> Yes <input type="checkbox"/> No	<input type="checkbox"/> Yes <input type="checkbox"/> No
17) _____	_____	_____	_____	<input type="checkbox"/> Yes <input type="checkbox"/> No	<input type="checkbox"/> Yes <input type="checkbox"/> No
18) _____	_____	_____	_____	<input type="checkbox"/> Yes <input type="checkbox"/> No	<input type="checkbox"/> Yes <input type="checkbox"/> No

If the Corporation has additional Directors, attach additional pages as needed.

C. Additional Loans to Members of the Board of Directors (Continued from Item 8 on Form SI-PT)

Names of Directors	Description of Loan (including amount and terms)
2) _____	_____
3) _____	_____
4) _____	_____
5) _____	_____
6) _____	_____
7) _____	_____
8) _____	_____

If the Corporation has made additional loans to Directors, attach additional pages as needed.

D. Additional Information (Please reference item number from Form SI-PT or Form SI-PTA, as applicable)

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